# IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

	)	
In re:	<b>)</b> (	Chapter 11
	)	
Emergent Fidelity Technologies Ltd,	) (	Case No. 23-10149 (JTD)
	)	
Debtor. <sup>1</sup>	)	
	)	

# GLOBAL NOTES, METHODOLOGY AND SPECIFIC DISCLOSURES REGARDING THE DEBTOR'S SCHEDULES OF ASSETS AND LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS

Emergent Fidelity Technologies Ltd (the "<u>Debtor</u>")<sup>2</sup>, with the assistance of its advisors, has filed its respective Schedules of Assets and Liabilities (the "<u>Schedules</u>") and Statements of Financial Affairs (the "<u>Statements</u>," and together with the Schedules, the "<u>Schedules and Statements</u>") with the United States Bankruptcy Court for the District of Delaware (the "<u>Bankruptcy Court</u>"), pursuant to section 521 of title 11 of the United States Code (the "<u>Bankruptcy Code</u>"), rule 1007 of the Federal Rules of Bankruptcy Procedure (the "<u>Bankruptcy Rules</u>"), and rules 1007-1 and 1007-2 of the Local Rules for the United States Bankruptcy Court for the District of Delaware (the "Local Rules").

These Global Notes, Methodology, and Specific Disclosures Regarding the Debtor's Schedules of Assets and Liabilities and Statements of Financial Affairs (the "Global Notes") pertain to, are incorporated by reference in, and comprise an integral part of the Debtor's Schedules and Statements. The Global Notes should be referred to, considered, and reviewed in connection with any review of the Schedules and Statements.

The Schedules and Statements do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles in the United States ("GAAP"), nor are they intended to be fully reconciled with the financial statements of the Debtor (whether publicly filed or otherwise). Additionally, the Schedules and Statements contain unaudited information that is subject to further review and potential adjustment, and reflect the Debtor's reasonable efforts to report its assets and liabilities on an unconsolidated basis.

In preparing the Schedules and Statements, the Debtor relied upon information derived from its books and records that was available at the time of such preparation. Although the Debtor

<sup>&</sup>lt;sup>1</sup> The Debtor in this Chapter 11 case is Emergent Fidelity Technologies Ltd, a company formed under the laws of Antigua and Barbuda with registration number 17532 as identified by the Antigua and Barbuda Financial Services Regulatory Commission. The Debtor's principal place of business is Unit 3B, Bryson's Commercial Complex, Friars Hill Road, St. John's, Antigua and Barbuda.

<sup>&</sup>lt;sup>2</sup> A detailed description of the Debtor and the facts and circumstances supporting the Debtor's chapter 11 case are set forth in greater detail in the *Declaration of Angela Barkhouse in Support of the Debtor's Chapter 11 Petition* [Dkt. No. 3] (the "First Day Declaration").

has made reasonable efforts to ensure the accuracy and completeness of such financial information, inadvertent errors or omissions, as well as the discovery of conflicting, revised, or subsequent information, may cause a material change to the Schedules and Statements.

The Debtor and its JPLs<sup>3</sup> and attorneys do not guarantee or warrant the accuracy or completeness of the data that is provided in the Schedules and Statements and shall not be liable for any loss or injury arising out of or caused in whole or in part by the acts, omissions, whether negligent or otherwise, in procuring, compiling, collecting, interpreting, reporting, communicating, or delivering the information contained in the Schedules and Statements. Except as expressly required by the Bankruptcy Code, the Debtor and its JPLs and attorneys expressly do not undertake any obligation to update, modify, revise, or re-categorize the information provided in the Schedules and Statements or to notify any third party should the information be updated, modified, revised, or re-categorized. The Debtor and its JPLs and attorneys disclaim any liability to any third party arising out of or related to the information contained in the Schedules and Statements and reserve all rights with respect thereto.

The Schedules and Statements have been signed by an authorized representative of the Debtor. In reviewing and signing the Schedules and Statements, this representative relied upon the efforts, statements, and representations of the Debtor's professionals. The representative has not (and could not have) personally verified the accuracy of each such statement and representation, including, for example, statements and representations concerning amounts owed to creditors and their addresses.

#### **Global Notes and Overview of Methodology**

1. **Reservation of Rights**. Reasonable efforts have been made to prepare and file complete and accurate Schedules and Statements; however, inadvertent errors or omissions may exist. Moreover, the JPLs' efforts to obtain information about the Debtor consensually from the parties who managed, controlled, or advised the Debtor have been largely met with resistance and have not yielded complete information. Further discovery, independent investigation, and analysis may supply additional facts and add meaning to known facts. Thus, nothing contained in the Schedules and Statements is intended or should be construed as an admission by the Debtor. The Debtor reserves all rights to amend or supplement the Schedules and Statements from time to time, in all respects, as may be necessary or appropriate, including, without limitation, the right to amend the Schedules and Statements with respect to claim ("Claim") description, designation, or Debtor against which the Claim is asserted; dispute or otherwise assert offsets or defenses to any Claim reflected in the Schedules and Statements as to amount, liability, priority, status, or classification; subsequently designate any Claim as "disputed," "contingent," or "unliquidated;" or object to the extent, validity, enforceability, priority, or avoidability of any Claim. Any failure to designate a Claim in the Schedules and Statements as "disputed," "contingent," or "unliquidated" does not constitute an admission by the Debtor that such Claim or amount is not "disputed," "contingent," or "unliquidated." Listing a Claim does not constitute an admission of liability by the Debtor against which the Claim is listed. Furthermore, nothing

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<sup>&</sup>lt;sup>3</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the First Day Declaration.

contained in the Schedules and Statements shall constitute a waiver of rights with respect to the Debtor's chapter 11 case, including, without limitation, issues involving Claims, defenses, equitable subordination, recharacterization, and/or causes of action arising under the provisions of chapter 5 of the Bankruptcy Code and any other relevant non-bankruptcy laws to recover assets or avoid transfers. Any specific reservation of rights contained elsewhere in the Global Notes does not limit in any respect the general reservation of rights contained in this paragraph. Notwithstanding the foregoing, the Debtor shall not be required to update the Schedules and Statements.

A listing in the Schedules or Statements (including, without limitation, Schedule A/B, Schedule E/F or Statements) by the Debtor of any obligation between a Debtor and another Debtor, if any, is a statement of what appears in the Debtor's books and records and does not reflect any admission or conclusion of the Debtor regarding whether such amount would be allowed as a Claim or how such obligations may be classified and/or characterized in a plan of reorganization or by the Bankruptcy Court.

**Description of Cases and "as of" Information Date**. On February 3, 2023 (the "Petition Date"), the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtor is operating its businesses and managing its properties as a debtor-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

Subject to paragraph 1, the asset information provided in the Schedules and Statements, except as otherwise noted, represents the asset data of the Debtor as of the Petition Date, and the liability information provided herein, except as otherwise noted, represents the liability data of the Debtor as of the Petition Date.

- 3. Net Book Value of Assets. Unless otherwise indicated, the Debtor's Schedules and Statements reflect net book values as of the Petition Date, in the Debtor's books and records. Additionally, because the book values of certain assets may materially differ from their fair market values, they may be listed as undetermined amounts as of the Petition Date. Furthermore, as applicable, assets that have fully depreciated or were expensed for accounting purposes may not appear in the Schedules and Statements if they have no net book value.
- **Recharacterization**. Notwithstanding the Debtor's reasonable efforts to properly characterize, classify, categorize, or designate certain Claims, assets, and other items reported in the Schedules and Statements, the Debtor may, nevertheless, have improperly characterized, classified, categorized, designated, or omitted certain items due to the complexity and size of the Debtor's businesses. Accordingly, the Debtor reserves all of its rights to recharacterize, reclassify, recategorize, redesignate, add, or delete items reported in the Schedules and Statements at a later time as is necessary or appropriate as additional information becomes available, including, without limitation, whether contracts or leases listed herein, if any, were deemed executory or unexpired as of the Petition Date and remain executory and unexpired postpetition.

**Excluded Assets and Liabilities**. The Debtor has sought to allocate liabilities between the prepetition and post-petition periods based on the information and research conducted in connection with the preparation of the Schedules and Statements. As additional information becomes available and further research is conducted, the allocation of liabilities between the prepetition and post-petition periods may change.

The liabilities listed on the Schedules do not reflect any analysis of Claims under section 503(b)(9) of the Bankruptcy Code. Accordingly, the Debtor reserves all of its rights to dispute or challenge the validity of any asserted Claims under section 503(b)(9) of the Bankruptcy Code or the characterization of the structure of any such transaction or any document or instrument related to any creditor's Claim.

The Debtor may have excluded certain categories of assets, tax accruals, and liabilities from the Schedules and Statements. In addition, certain immaterial assets and liabilities may have been excluded.

- **Insiders**. For purposes of the Schedules and Statements, the Debtor defined "insiders" pursuant to section 101(31) of the Bankruptcy Code as: (a) directors; (b) officers; (c) persons in control of the Debtor; (d) relatives of the Debtor's directors, officers or persons in control of the Debtor; and (e) debtor/non-debtor affiliates of the foregoing. Persons listed as "insiders" have been included for informational purposes only, and the inclusion of them in the Schedules and Statements shall not constitute an admission that those persons are insiders for purposes of section 101(31) of the Bankruptcy Code. Moreover, the Debtor does not take any position with respect to: (a) any insider's influence over the control of the Debtor; (b) the management responsibilities or functions of any such insider; (c) the decision making or corporate authority of any such insider; or (d) whether the Debtor or any such insider could successfully argue that he or she is not an "insider" under applicable law or with respect to any theories of liability or for any other purpose.
- 7. <u>Intellectual Property Rights</u>. The exclusion of any intellectual property shall not be construed as an admission that such intellectual property rights have been abandoned, terminated, assigned, expired by their terms, or otherwise transferred pursuant to a sale, acquisition, or other transaction. Conversely, inclusion of certain intellectual property shall not be construed to be an admission that such intellectual property rights have not been abandoned, terminated, assigned, expired by their terms, or otherwise transferred pursuant to a sale, acquisition, or other transaction.
- 8. <u>Classifications</u>. Listing a Claim or contract on (a) Schedule D as "secured," (b) Schedule E/F as "priority," (c) Schedule E/F as "unsecured," or (d) Schedule G as "executory" or "unexpired," does not constitute an admission by the Debtor of the legal rights of the claimant, or a waiver of the Debtor's rights to recharacterize or reclassify such Claims or contracts or leases or to setoff of such Claims.
- **9.** <u>Claims Description</u>. Schedules D and E/F permit the Debtor to designate a Claim as "disputed," "contingent," and/or "unliquidated." Any failure to designate a Claim on the Debtor's Schedules and Statements as "disputed," "contingent," or "unliquidated" does not

- constitute an admission by the Debtor that such amount is not "disputed," "contingent," or "unliquidated," or that such Claim is not subject to objection. Moreover, listing a Claim does not constitute an admission of liability by the Debtor.
- 10. Causes of Action. Despite its reasonable efforts to identify all known assets, the Debtor may not have listed all of its causes of action or potential causes of action against thirdparties as assets in the Schedules and Statements, including, without limitation, causes of actions arising under the provisions of chapter 5 of the Bankruptcy Code and any other relevant non-bankruptcy laws to recover assets or avoid transfers. The Debtor reserves all of its rights with respect to any cause of action (including avoidance actions), controversy, right of setoff, cross-Claim, counter-Claim, or recoupment and any Claim on contracts or for breaches of duties imposed by law or in equity, demand, right, action, lien, indemnity, guaranty, suit, obligation, liability, damage, judgment, account, defense, power, privilege, license, and franchise of any kind or character whatsoever, known, unknown, fixed or contingent, matured or unmatured, suspected or unsuspected, liquidated or unliquidated, disputed or undisputed, secured or unsecured, assertable directly or derivatively, whether arising before, on, or after the Petition Date, in contract or in tort, in law, or in equity, or pursuant to any other theory of law (collectively, "Causes of Action") the Debtor may have, and neither these Global Notes nor the Schedules and Statements shall be deemed a waiver of any Claims or Causes of Action or in any way prejudice or impair the assertion of such Claims or Causes of Action.
- **11.** <u>Summary of Significant Reporting Policies</u>. The following is a summary of significant reporting policies:
  - a. <u>Undetermined Amounts</u>. The description of an amount as "unknown," "TBD" or "undetermined" is not intended to reflect upon the materiality of such amount.
  - b. <u>Totals</u>. All totals that are included in the Schedules and Statements represent totals of all known amounts. To the extent there are unknown or undetermined amounts, the actual total may be different than the listed total.
  - c. <u>Liens</u>. Property and equipment listed in the Schedules and Statements, if any, are presented without consideration of any liens that may attach (or have attached) to such property and equipment.
- **12.** Currency. Unless otherwise indicated, all amounts are reflected in U.S. dollars.
- 13. <u>Setoffs</u>. The Debtor may incur certain offsets and other similar rights during the ordinary course of business. Offsets in the ordinary course can result from various items, including, without limitation, intercompany transactions and other disputes between the Debtor and the other entities. These offsets and other similar rights are consistent with the ordinary course of business in the Debtor's industry and are not tracked separately. Therefore, although such offsets and other similar rights may have been accounted for when certain

amounts were included in the Schedules, offsets are not independently accounted for, and as such, are or may be excluded from the Debtor's Schedules and Statements.

**14.** <u>Global Notes Control</u>. If the Schedules and Statements differ from these Global Notes, the Global Notes shall control.

#### **Specific Disclosures with Respect to the Debtor's Schedules**

Given, among other things, questions about the characterization of certain assets and the valuation and nature of certain liabilities, to the extent that the Debtor shows more assets than liabilities, this is not an admission that such Debtor was solvent as of the Petition Date or at any time before the Petition Date. Likewise, to the extent the Debtor shows more liabilities than assets, this is not an admission that the Debtor was insolvent as of the Petition Date or at any time before the Petition Date.

<u>Schedule A/B</u>. All values set forth in Schedule A/B reflect the book value of the Debtor's assets as of the Petition Date, unless otherwise noted below.

Schedule A/B 3 and A/B 14. As set forth in the First Declaration, the Debtor owns approximately 55 million shares of Robinhood Shares and approximately \$20.7 million cash, which is apparently proceeds from the sale of additional such Shares (together with the Robinhood Shares, the "Assets"). The Assets are currently held in an account controlled by the United States Department of Justice (the "DOJ") in New York. Prior to the DOJ seizing those Assets on or about January 6, 2023, they were held in an account in the Debtor's name at Marex Capital Markets, Inc. (f/k/a ED&F Man Capital Markets, Inc.) ("Marex") in New York. The value of the Assets held in the DOJ account is listed on Schedule A/B 3 and A/B 14 as of the Petition Date.

<u>Schedule D</u>. Any Claim listed on Schedule D may have incurred on various dates; a determination of the date upon which each Claim arose or was incurred would be unduly burdensome and cost prohibitive and subject to ongoing investigation by the Debtor and the JPLs. Accordingly, not all such dates are included. Any Claim listed on Schedule D, however, appears to have been incurred before the Petition Date.

Reference to the applicable loan agreements and related documents is necessary for a complete description of the collateral and the nature, extent, and priority of liens. Nothing in the Global Notes or the Schedules and Statements shall be deemed a modification or interpretation of the terms of such agreements. Nothing herein shall be construed as an admission by the Debtor of the legal rights of the claimant or a waiver of the Debtor's rights to recharacterize or reclassify such Claim or contract.

Moreover, each of the disputed Claims of the BlockFi entities listed on Schedule D reflects the aggregate Claim amount of all BlockFi entities and has not been allocated among the individual BlockFi entities. The Debtor disputes such Claims in all respects.

<u>Schedule E/F Part 2</u>. Schedule E/F (Part 2) includes prepetition amounts potentially owing to various entities in connection with the Pledge Agreement and the Antiguan proceedings as set forth in the First Day Declaration.

**Schedule H**. The Debtor does not have any co-debtor as of the Petition Date, and reserves all of its rights to amend, supplement or otherwise modify the Schedules as is necessary and appropriate.

#### **Specific Disclosures with Respect to the Debtor's Statements**

<u>Statement 1 and 2</u>. Certain Robinhood Shares may have been liquidated to generate cash currently held in an account controlled by the DOJ.

<u>Statement 3</u>. Statement 3 includes any disbursement or other transfer purportedly made by the Debtor within 90 days before the Petition Date except for those made to insiders (which payments appear in response to Statement question 4), if any, and bankruptcy professionals (which payments appear in Statement 11 and include any retainers paid to bankruptcy professionals).

**Statement 7**. Any information contained in Statement 7 shall not be a binding representation of the Debtor's or JPLs' liabilities with respect to any of the suits and proceedings identified therein.

Statement 8, 10, 18. As set forth in the First Day Declaration, on November 17, 2022, a FTX account holder and alleged creditor of the Debtor named Yonatan Ben Shimon filed a petition with the Antiguan Court seeking to impose a receivership over the Robinhood Shares held by the Debtor. On November 18, 2022, the Antiguan Court entered an order granting this relief and appointed the JPLs as receivers. The receivership proceeding has been superseded by the provisional liquidation. Furthermore, the Assets were previously held in an account in the Debtor's name at Marex in New York. On or about January 6, 2023, the Assets were seized and removed from the possession of Marex to an account controlled by the DOJ in New York, pursuant to a warrant and seizure notice issued by the Federal District Court in the Southern District of New York. Since then, the Marex account has been frozen but not closed. Out of an abundance of caution, the Debtor has included the Marex account in Statement 18.

<u>Statement 11</u>. Out of an abundance of caution, the Debtor has included payments made by a prepetition lender, Fulcrum Capital, to professionals who have rendered advice related the Debtor's bankruptcy proceeding in Statement 11.

Fill in this information to identify the case:	
Debtor name Emergent Fidelity Technologies Ltd	
United States Bankruptcy Court for the:District of Delaware (State)	
Case number (If known): 23-10149 (JTD)	
	☐ Check if this is an
	amended filing
Official Form 206Sum	
Summary of Assets and Liabilities for Non-Individuals	12/15
Part 1: Summary of Assets	
Schedule A/B: Assets–Real and Personal Property (Official Form 206A/B)	
1a. Real property:  Copy line 88 from Schedule A/B	\$
1b. <b>Total personal property:</b> Copy line 91A from <i>Schedule A/B.</i>	\$ 650,864,260.27
1c. Total of all property:	050 004 000 07
Copy line 92 from Schedule A/B	\$ 650,864,260.27
Part 2: Summary of Liabilities	
<ol> <li>Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)</li> <li>Copy the total dollar amount listed in Column A, Amount of claim, from line 3 of Schedule D</li> </ol>	\$ 664,100,000.00
3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)	
3a. <b>Total claim amounts of priority unsecured claims:</b> Copy the total claims from Part 1 from line 5a of Schedule E/F	\$
3b. <b>Total amount of claims of nonpriority amount of unsecured claims:</b> Copy the total of the amount of claims from Part 2 from line 5b of Schedule E/F	+ \$ 6,855,145.96
4. Total liabilities	
Lines 2 + 3a + 3b	\$ <u>670,955,145.96</u>

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Fill in this information to identify the case:	
Debtor name Emergent Fidelity Technologies Ltd	
United States Bankruptcy Court for the:	District of Delaware (State)
Case number (If known): 23-10149 (JTD)	(class)

#### Official Form 206A/B

# Schedule A/B: Assets — Real and Personal Property

12/15

☐ Check if this is an amended filing

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents	
Does the debtor have any cash or cash equivalents?	
No. Go to Part 2.	
Yes. Fill in the information below.	
All cash or cash equivalents owned or controlled by the debtor	Current value of debtor's interest
2. Cash on hand	\$
3. Checking, savings, money market, or financial brokerage accounts (Identify all)	
Name of institution (bank or brokerage firm)  Type of account  Last 4 digits of account number	
3.1. <u>U.S. Department of Justice</u> <u>Unknown</u>	\$ <u>20,746,713.67</u> \$
4. Other each equivalents (Identify all)	
4. Other cash equivalents (Identify all) 4.1.	\$
4.2	\$
5. Total of Part 1	20.746.742.67
Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.	\$20,746,713.67
Part 2: Deposits and prepayments	
6. Does the debtor have any deposits or prepayments?	
No. Go to Part 3.	
Yes. Fill in the information below.	
	Current value of debtor's interest
7. Deposits, including security deposits and utility deposits	
Description, including name of holder of deposit	
7.1	\$
7.2	\$

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Emergent Fidelity Technologies Ltd Debtor

8.		· · · ·	ry contracts, leases, insurance, taxes, a	and rent	
	Description, including name of	f holder of prepayment			
	8.1				\$
	8.2				\$
9.	Total of Part 2.				•
	Add lines 7 through 8. Cop	by the total to line 81.			\$
Pa	rt 3: Accounts recei	vable			
10.	Does the debtor have a	ny accounts receivable?			
	X No. Go to Part 4.				
	Yes. Fill in the information	ation below.			
					Current value of debtor's interest
11.	Accounts receivable				
	11a. 90 days old or less:		_	= <b>→</b>	\$
		face amount	doubtful or uncollectible accounts		<b>4</b>
	11b. Over 90 days old:	<del>_</del>	:	<b>-</b> →	\$
		face amount	doubtful or uncollectible accounts		
12.	Total of Part 3				\$
	Current value on lines 11	a + 11b = line 12. Copy the	e total to line 82.		Ψ
Pa	rt 4: Investments				
13.	Does the debtor own an	ny investments?			
	No. Go to Part 5.				
	Yes. Fill in the information	ation below.			
				Valuation method used for current value	Current value of debtor's interest
11	Mutual funds or publich	y traded stocks not inclu	dod in Part 1	document value	intoroci
14.	Name of fund or stock:	y traded Stocks flot flictur	ueu III Fart I		
	14.1. Robinhood Mark	kets Inc. (Hood)		Market Value	\$_630,117,546.60
					\$
					·
45	New year Pakerton de distri	all and the same starter to the arm		_	
13.		n an LLC, partnership, or	porated and unincorporated businesse joint venture	5,	
	Name of entity:		% of ownership:		
					\$
	15.2		%		\$
16.	Government bonds, cor		negotiable and non-negotiable		
	Describe:	· · · · · · · · · · · · · · · · · ·			
					¢
					Ψ
17.	Total of Part 4				\$ 630,117,546.60
	Add lines 14 through 16.	Copy the total to line 83.			Ψ

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Debtor

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Case number (if known) 23-10149 (JTD)

Pal	t 5: Inventory, excluding agriculture	e assets			
18.	18. Does the debtor own any inventory (excluding agriculture assets)?				
10.					
	No. Go to Part 6.				
	Yes. Fill in the information below.				
	General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19.	Raw materials				
		MM / DD / YYYY	\$		\$
		MM / DD / YYYY			
20.	Work in progress				
		MM / DD / YYYY	\$		\$
21.	Finished goods, including goods held for	resale			
			¢		\$
		MM / DD / YYYY	Ψ		<del></del>
22.	Other inventory or supplies				
		MM / DD / YYYY	\$		\$
23.	Total of Part 5				\$
	Add lines 19 through 22. Copy the total to line	e 84.			
24	Is any of the property listed in Part 5 peris	habla?			
24.	No	ilable:			
	☐ Yes				
25	Has any of the property listed in Part 5 bee	an nurchased within 2	N days hefore the bank	rruntov was filed?	
25.	_	en purchaseu within 2	o days belove the balls	dupicy was med:	
	No		•		
	Yes. Book value \				
26.	Has any of the property listed in Part 5 bed	en appraised by a prof	essional within the las	st year?	
	Ŭ No				
	Yes				
Pai	rt 6: Farming and fishing-related ass	sets (other than title	ed motor vehicles a	ind land)	
07	Described a labeled and a second a second and a second an				
27.	Does the debtor own or lease any farming	and fishing-related as	ssets (other than titled	motor venicies and land)?	
	No. Go to Part 7.				
	Yes. Fill in the information below.				
	General description		Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
28	Crops—either planted or harvested		()		
20.	oropo entrei plantea or narvestea		\$		¢
			Ψ		Ψ
29.	Farm animals Examples: Livestock, poultry,	farm-raised fish			
			\$		\$
30.	Farm machinery and equipment (Other tha	an titled motor vehicles)			
			\$		\$
04	Form and fishing quarter about 15 and	l food	-		<del></del>
ა1.	Farm and fishing supplies, chemicals, and	ı r <del>ce</del> a			
			\$		\$
32.	Other farming and fishing-related property	not already listed in l	Part 6		
			\$		\$

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Debtor

Case number (if known) 23-10149 (JTD)

33.	<b>Total of Part 6.</b> Add lines 28 through 32. Copy the total to line 85.			\$
34.	Is the debtor a member of an agricultural cooperative?			
•	□ No			
	Yes. Is any of the debtor's property stored at the cooperative?			
	☐ No ☐ Yes			
25	—	dava bafana tha banda	ta	
35.	Has any of the property listed in Part 6 been purchased within 20	days before the bank	ruptcy was filed?	
	No			
	Yes. Book value \$ Valuation method		e \$	
36.	Is a depreciation schedule available for any of the property listed	in Part 6?		
	☐ No			
	Yes			
37.	Has any of the property listed in Part 6 been appraised by a profe	essional within the last	t year?	
	☐ No			
	Yes			
Par	rt 7: Office furniture, fixtures, and equipment; and collect	ctibles		
	· · ·			
38.	Does the debtor own or lease any office furniture, fixtures, equip	ment, or collectibles?		
	No. Go to Part 8.			
	☐ Yes. Fill in the information below.			
	General description	Net book value of debtor's interest	Valuation method used for current value	Current value of debtor's interest
		(Where available)	used for current value	merest
00		(Where available)		
39.	Office furniture			
		\$		\$
40.	Office fixtures			
		\$		\$
		<b>-</b>		<b>-</b>
41.	Office equipment, including all computer equipment and communication systems equipment and software			
	communication systems equipment and software	\$		\$
40	O-HChi Formula Addison of Control of C			<b>4</b>
42.	<b>Collectibles</b> <i>Examples</i> : Antiques and figurines; paintings, prints, or ot artwork; books, pictures, or other art objects; china and crystal; stamp			
	or baseball card collections; other collections, memorabilia, or collectib			
	42.1	\$		\$
	42.2	\$		\$
				\$
40	42.3	\$		Φ
43.	42.3 Total of Part 7.	\$		
43.		\$		\$
	Total of Part 7.			
	Total of Part 7.  Add lines 39 through 42. Copy the total to line 86.  Is a depreciation schedule available for any of the property listed			
	Total of Part 7.  Add lines 39 through 42. Copy the total to line 86.  Is a depreciation schedule available for any of the property listed  No			
44.	Total of Part 7.  Add lines 39 through 42. Copy the total to line 86.  Is a depreciation schedule available for any of the property listed  No Yes	in Part 7?		
44.	Total of Part 7.  Add lines 39 through 42. Copy the total to line 86.  Is a depreciation schedule available for any of the property listed  No Yes  Has any of the property listed in Part 7 been appraised by a profe	in Part 7?		
44.	Total of Part 7.  Add lines 39 through 42. Copy the total to line 86.  Is a depreciation schedule available for any of the property listed  No Yes	in Part 7?		

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Case number (if known) 23-10149 (JTD)

Debtor

Emergent Fidelity Technologies Ltd

Part 8: Machinery, equipment, and vehicles					
<ul> <li>46. Does the debtor own or lease any machinery, equipment, or v</li> <li>☑ No. Go to Part 9.</li> <li>☑ Yes. Fill in the information below.</li> </ul>					
General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest		
47. Automobiles, vans, trucks, motorcycles, trailers, and titled fa	rm vehicles				
47.1	\$		\$		
47.2	\$		\$		
47.3			\$		
47.4	\$		\$		
48. <b>Watercraft, trailers, motors, and related accessories</b> Examples trailers, motors, floating homes, personal watercraft, and fishing vo					
48.1	_ \$		\$		
48.2			\$		
49. Aircraft and accessories					
49.1	_ \$		\$		
49.2	\$		\$		
50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)					
	\$		\$		
51. <b>Total of Part 8.</b> Add lines 47 through 50. Copy the total to line 87.			\$		
52. Is a depreciation schedule available for any of the property lis  No Yes	sted in Part 8?				
<ul> <li>53. Has any of the property listed in Part 8 been appraised by a p</li> <li>No</li> <li>Yes</li> </ul>	rofessional within the last	year?			

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Debtor

Emo

ergent Fidelity Technologies Ltd	Case number (if known) 23-10149 (JTD)

\$	Par	t 9: Real property					
Description and location of property include street address or other description such as a Assessor Parie Number (APP). We debtor's interest (Where available) or ordinate (APP). We see that (APP).	54.	No. Go to Part 10.					
below the declaration of the declaration such as Assessor Paral Number (PAP) and type of property (for example, accesse, factory, warehouse, apartment or riffice bullding), if available.  55.1  55.2  \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$	55.	5. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest					
56.2		Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment	of debtor's interest	debtor's interest			
\$		55.1		\$		\$	
\$		55.2		\$		\$	
\$ 55.5		55.3		\$		\$	
\$ 56. Total of Part 9. Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.  57. Is a depreciation schedule available for any of the property listed in Part 9?   No		55.4		\$		\$	
56. Total of Part 9. Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.  57. Is a depreciation schedule available for any of the property listed in Part 9?   No   Yes   Yes   No   Yes   No   Yes   Intangibles and intellectual property   No No Go to Part 11.   Yes. Fill in the information below.   General description   Net book value of debtor's interest (Where available)   Output   Out		55.5		\$		\$	
Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.    S		55.6		\$		\$	
No   Yes	56.		and entries from any a	additional sheets. Copy t	the total to line 88.	\$	
☑ No. Go to Part 11.   ☐ Yes. Fill in the information below.   General description Net book value of debtor's interest (Where available)   60. Patents, copyrights, trademarks, and trade secrets \$   61. Internet domain names and websites \$   62. Licenses, franchises, and royalties \$   63. Customer lists, mailing lists, or other compilations \$   64. Other intangibles, or intellectual property \$   65. Goodwill \$		<ul> <li>No</li> <li>Yes</li> <li>S8. Has any of the property listed in Part 9 been appraised by a professional within the last year?</li> <li>No</li> <li>Yes</li> </ul>					
debtor's interest (Where available)  60. Patents, copyrights, trademarks, and trade secrets  \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$	59.	No. Go to Part 11.	oles or intellectual pr	operty?			
60. Patents, copyrights, trademarks, and trade secrets  \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$		General description		debtor's interest			
61. Internet domain names and websites  \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$	60.	Patents, copyrights, trademarks, and trade se	crets				
\$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$	61.	Internet domain names and websites		\$ \$		\$ \$	
\$ \$ \$ 64. Other intangibles, or intellectual property \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$	62.	Licenses, franchises, and royalties		\$		\$	
65. Goodwill \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$	63.	Customer lists, mailing lists, or other compila	tions	\$		\$	
66. Total of Part 10. \$ \$	64.	Other intangibles, or intellectual property		\$		\$	
<b>  \$</b>	65.	Goodwill		\$		\$	
	66.					\$	

Case 23-10149-JTD Doc 34 Filed 02/17/23 Page 15 of 26 idelity Technologies Ltd Case number (if known), 23-10149 (JTD)

Emergent Fidelity Technologies Ltd

Debtor

67.	Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41.	A) and 107)?
	Yes	
68.	Is there an amortization or other similar schedule available for any of the property listed in Part 10?	
	□ No	
	☐ Yes	
69.	Has any of the property listed in Part 10 been appraised by a professional within the last year?	
	□ No	
	☐ Yes	
D	N. 4.4. All others according	
Par	rt 11: All other assets	
70.	Does the debtor own any other assets that have not yet been reported on this form?	
	Include all interests in executory contracts and unexpired leases not previously reported on this form.	
	No. Go to Part 12.	
	Yes. Fill in the information below.	
		Current value of
74	Natas assainable	debtor's interest
/1.	Notes receivable  Description (include name of obligor)	
	=	\$
	Total face amount doubtful or uncollectible amount	
72.	Tax refunds and unused net operating losses (NOLs)	
	Description (for example, federal, state, local)	
		Φ.
	Tax year Tax year	\$ \$
	Tax year	\$ \$
		·
73.	Interests in insurance policies or annuities	
		\$
74.	Causes of action against third parties (whether or not a lawsuit has been filed)	
	Tido been medy	•
	Nature of claim	\$
	Amount requested \$	
75.	Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to	
	set off claims	
		\$
	Nature of claim	7
	Amount requested \$	
76.	Trusts, equitable or future interests in property	
		\$
77.	Other property of any kind not already listed Examples: Season tickets,	
	country club membership	
		\$
		\$
78.	Total of Part 11.	
	Add lines 71 through 77. Copy the total to line 90.	\$
79.	Has any of the property listed in Part 11 been appraised by a professional within the last year?	
	□ No □ ···	
	<b>□</b> Yes	

Debtor

Emergent Fidelity Technologies Ltd

Part 12: Summary

, and the second		
In Part 12 copy all of the totals from the earlier parts of the form.		
Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. Copy line 5, Part 1.	\$ 20,746,713.67	
81. Deposits and prepayments. Copy line 9, Part 2.	\$	
82. Accounts receivable. Copy line 12, Part 3.	\$	
83. Investments. Copy line 17, Part 4.	\$ <u>630,117,546.6</u> 0	
84. Inventory. Copy line 23, Part 5.	\$	
85. Farming and fishing-related assets. Copy line 33, Part 6.	\$	
86. Office furniture, fixtures, and equipment; and collectibles.  Copy line 43, Part 7.	\$	
87. Machinery, equipment, and vehicles. Copy line 51, Part 8.	\$	
88. Real property. Copy line 56, Part 9.	······	\$
89. Intangibles and intellectual property. Copy line 66, Part 10.	\$	
90. All other assets. Copy line 78, Part 11.	+ \$	
91. <b>Total.</b> Add lines 80 through 90 for each column91a.	\$ <u>650,864,260.2</u> 7	<b>+</b> 91b. \$
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92		

Case 23-1014	9-JTD D0c 34 Filed 02/17/23 Paç	je 17 01 26	
Fill in this information to identify the case:			
Debtor name Emergent Fidelity Technologies I United States Bankruptcy Court for the:			
Case number (If known): 23-10149 (JTD)	(State)	C	Check if this is an
Official Form 206D			amended filing
Schedule D: Creditors V	Vho Have Claims Secured b	y Property	12/15
Be as complete and accurate as possible.		<u> </u>	1
<ol> <li>Do any creditors have claims secured by det</li> <li>No. Check this box and submit page 1 of thi</li> <li>Yes. Fill in all of the information below.</li> </ol>	otor's property? s form to the court with debtor's other schedules. Debtor h	as nothing else to repor	t on this form.
Part 1: List Creditors Who Have Secure	ed Claims		
List in alphabetical order all creditors who has secured claim, list the creditor separately for each secured claim.	ave secured claims. If a creditor has more than one ch claim.	Column A  Amount of claim  Do not deduct the value of collateral.	Column B Value of collateral that supports this claim
2.1 Creditor's name	Describe debtor's property that is subject to a lien		
BlockFi Inc.	Shares of Robinhood Markets Inc.	\$ 660,000,000.00	\$ <u>650,864,260.27</u>
Creditor's mailing address		_	
201 Montgomery Street, Suite 263  Jersey City, NJ 07302	Describe the lien	_	
	Purported pledge agreement dated 11/09/2022	-	
Creditor's email address, if known richard.kanowitz@haynesboone.com	Is the creditor an insider or related party?  XI No		
	☐ Yes Is anyone else liable on this claim?		
Date debt was incurred 11/09/2022  Last 4 digits of account number	No  Yes. Fill out Schedule H: Codebtors (Official Form 206H).		
Do multiple creditors have an interest in the same property?	As of the petition filing date, the claim is: Check all that apply.		
☐ No ☑ Yes. Specify each creditor, including this creditor, and its relative priority.	<ul><li>☒ Contingent</li><li>☒ Unliquidated</li><li>☒ Disputed</li></ul>		
FTX Trading Ltd. and affiliates, BlockFi and affiliates, Fulcrum Capi			
2.2 Creditor's name BlockFi International LLC	Describe debtor's property that is subject to a lien		050 004 000 07
	Shares of Robinhood Markets Inc.	<u>\$ 660,000,000.00</u>	\$650,864,260.27
Creditor's mailing address 201 Montgomery Street, Suite 263		_	
Jersey City, NJ 07302	Describe the lien Purported pledge agreement dated 11/09/2022		
Creditor's email address, if known	Is the creditor an insider or related party?	-	
richard.kanowitz@haynesboone.com	Mo No ☐ Yes		
Date debt was incurred 11/09/2022	Is anyone else liable on this claim? Ⅺ No		
Last 4 digits of account number	Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H).		
Do multiple creditors have an interest in the same property?	As of the petition filing date, the claim is: Check all that apply.		
□ No	Contingent Unliquidated		
Yes. Have you already specified the relative priority?	Disputed		
No. Specify each creditor, including this creditor, and its relative priority.			
FTX Trading Ltd. and affiliates, BlockFi and affiliates, Fulcrum C	apital		
Yes. The relative priority of creditors is specified on lines			
3. Total of the dollar amounts from Part 1, Colu- Page, if any.	mn A, including the amounts from the Additional	<u>\$ 664,100,000.00</u>	

Doc 34

Debtor

Case 23-10149-JTD Emergent Fidelity Technologies Ltd

Filed 02/17/23 Page 18 of 26
Case number (if known) 23-10149 (JTD)

Pi	art 1:	Additional Page		Column A  Amount of claim  Do not deduct the value of collateral.	Column B Value of collateral that supports this claim
	opy this revious		ntinue numbering the lines sequentially from the		
<b>2</b> . <u>3</u>	Credito	r's name	Describe debtor's property that is subject to a lien		
	Block	kFi Lending LLC	Shares of Robinhood Markets Inc.	\$ 660,000,000.00	<sub>\$</sub> 650,864,260.27
	Credito	or's mailing address		5	\$
	201 N	Montgomery Street, Suite 263			
		ey City, NJ 07302	Describe the lien		
			Purported pledge agreement dated 11/09/2022		
		r's email address, if known	Is the creditor an insider or related party?		
	richa	rd.kanowitz@haynesboone.com	□ Yes		
		obt was incurred 11/09/2022	Is anyone else liable on this claim?		
		ebt was incurred 11/09/2022 digits of account	☑ No		
	numbe	•	Yes. Fill out Schedule H: Codebtors (Official Form 206H).		
		tiple creditors have an interest in the	As of the petition filing date, the claim is: Check all that apply.		
	same p	roperty?	Contingent		
		Have you already specified the relative priority?	<ul><li>☑ Unliquidated</li><li>☑ Disputed</li></ul>		
	X	No. Specify each creditor, including this			
		creditor, and its relative priority. FTX Trading Ltd. and affiliates,			
		BlockFi and affiliates, Fulcrum Ca	pital		
		Yes. The relative priority of creditors is			
		specified on lines			
<b>2</b> . <u>4</u>	Credito	r's name	Describe debtor's property that is subject to a lien		
	Fulci	rum Capital	The Debtor's personal property, including its		
			cash, claims, causes of action, and interest in	\$4,100,000.00 plus	\$ <u>650,864,260.27</u>
	Credito	or's mailing address	55,273,469 shares of Robinhood and the procee	accrued interest	
	_28 S	State Street, Suite 3101	of the foregoing.		
		ton, MA 02109	Describe the lien		
			Security agreement dated 02/10/2023		
		r's email address, if known	Is the creditor an insider or related party?		
		nnett@fulcruminv.com	Yes		
		ebt was incurred <u>02/03/2023</u>	Is anyone else liable on this claim? ☑ No		
	Last 4 on number	digits of account r	Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H).		
	Do mul	tiple creditors have an interest in the	As of the petition filing date, the claim is:		
	same p	roperty?	Check all that apply.		
	☐ No ☑ Yes.	Have you already specified the relative	☐ Contingent ☐ Unliquidated		
		priority?	☐ Disputed		
	Δ	No. Specify each creditor, including this creditor, and its relative priority.			
		FTX Trading Ltd. and affiliates, BlockFi and affiliates, Fulcrum Ca	pital		
		<del></del>	•		
		Yes. The relative priority of creditors is specified on lines			

Debtor

Emergent Fidelity Technologies Ltd

Case number (if known) 23-10149 (JTD)

Part 2:

List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address	On which line i	he account number
Haynes and Boone LLP	related credito	r? for this entity
Attn: Richard Kanowitz		
30 Rockefeller Plaza, 26th Floor	Line 2. <u>1</u>	
New York, NY 10112		
Haynes and Boone LLP		
Attn: Richard Kanowitz	 Line 2. <u>2</u>	
30 Rockefeller Plaza, 26th Floor		
New York, NY 10112		
Haynes and Boone LLP		
Attn: Richard Kanowitz	Line 2. <u>3</u>	
30 Rockefeller Plaza, 26th Floor New York, NY 10112		
·		
	 Line 2	
	Line 2	
	Line 2	
	<del></del>	
	Line 2	
	Line 2	
	Line 2	
	 Line 2	
	 Line 2	
	Line 2	
	_	
	Line 2	
	Line 2	

Case 23-10149-J	ITD Doc 34 Filed 02/17/23	Page 20 of 26	
Fill in this information to identify the case:			
Debtor Emergent Fidelity Technologies Ltd	1		
United States Bankruptcy Court for the:	District of Delaware		
Case number 23-10149 (JTD)	(State)		
(If known)			☐ Check if this is an
Official Form 206E/F			amended filing
Schedule E/F: Creditors V	Vho Have Unsecured	Claims	12/15
Be as complete and accurate as possible. Use Part			
unsecured claims. List the other party to any execution Schedule A/B: Assets - Real and Personal Prop (Official Form 206G). Number the entries in Parts 1 the Additional Page of that Part included in this form Part 1:	utory contracts or unexpired leases that on erty (Official Form 206A/B) and on Sched and 2 in the boxes on the left. If more spirm.	could result in a claim. Also ule G: Executory Contracts	list executory contracts and Unexpired Leases
<ol> <li>Do any creditors have priority unsecured claims</li> <li>No. Go to Part 2.</li> </ol>	? (See 11 U.S.C. § 507).		
☐ Yes. Go to line 2.			
<ol><li>List in alphabetical order all creditors who have 3 creditors with priority unsecured claims, fill out and</li></ol>	•	rity in whole or in part. If the	e debtor has more than
_		Total claim	Priority amount
.1 Priority creditor's name and mailing address	As of the petition filing date, the claim is: Check all that apply.	\$	\$
	☐ Contingent☐ Unliquidated		
	☐ Disputed		
Date or dates debt was incurred	Basis for the claim:		
Last 4 digits of account number	Is the claim subject to offset? ☐ No		
Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ()	Yes		
.2 Priority creditor's name and mailing address	As of the petition filing date, the claim is: Check all that apply.	\$	\$
	☐ Contingent☐ Unliquidated		
	Disputed		
Date or dates debt was incurred	Basis for the claim:		
Last 4 digits of account number	Is the claim subject to offset? ☐ No		
Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ()	Yes		
3 Priority creditor's name and mailing address	As of the petition filing date, the claim is:  Check all that apply.  Contingent	\$	\$
	☐ Unliquidated ☐ Disputed		
Date or dates debt was incurred	Basis for the claim:		
Last 4 digits of account number	Is the claim subject to offset?		
Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ()	Yes		

Part 2:

List All Creditors with NONPRIORITY Unsecured Claims

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	ist in alphabetical order all of the creditors with nonpriority υ unsecured claims, fill out and attach the Additional Page of Part 2.		6 creditors with nonpriority
	•		Amount of claim
3.1 N	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is:	\$ Undetermined
	FTX Trading Ltd. and affiliates	Check all that apply.  Contingent	\$_Ondetermined
	c/o Sullivan & Cromwell LLP	☑ Unliquidated ☑ Disputed	
	125 Broad Street		
	New York, NY 10004-2498	Basis for the claim: Potentially diverted fu	<u>in</u> as
	Date or dates debt was incurred Undetermined	Is the claim subject to offset? ☑ No	
L	ast 4 digits of account number	Yes	
3.2 N	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is:	0.055.445.00
	Hazoor Digital Assets Fund, LP	Check all that apply.	<u>\$ 3,355,145.96</u>
_	9390 Research Blvd,	Contingent Unliquidated	
	Bldg. 2, Suite 110	☑ Disputed	
-	Austin, TX 78759	Basis for the claim: Potential litigation cla	im
_	Lindatarminad	Is the claim subject to offset?	
	Date or dates debt was incurred Undetermined	☑ No	
L		☐ Yes	
3.3	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is:	\$ 3,500,000.00
	Yonatan Ben Shimon	Check all that apply.  ☐ ☑ Contingent	\$_3,300,000.00
	Zabutinski 8 Tel	☐ Unliquidated ☐ ☐ Disputed	
_	Tel Aviv, Israel 4336310	·	t to Autimus propositions
		Basis for the claim: Litigation claim subjec	to Antiguan proceedings
	Date or dates debt was incurred Undetermined	Is the claim subject to offset?  No	
L	ast 4 digits of account number	Yes	
3.4 N	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is:	
		Check all that apply.	\$
		Contingent Unliquidated	
-		Disputed	
-		Basis for the claim:	_
-	Date or dates debt was incurred	Is the claim subject to offset?	
	Last 4 digits of account number	No Yes	
_	Nonpriority creditor's name and mailing address		
3.5 N	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: Check all that apply.	\$
-		Contingent Unliquidated	
-		Disputed	
-		Basis for the claim:	
_	Date or dates debt was incurred	Is the claim subject to offset?	
		□ No	
	ast 4 digits of account number	☐ Yes	
3.6	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is:	\$
_		Check all that apply.  Contingent	
		Unliquidated	
_		Disputed	
		Basis for the claim:	_
	Date or dates debt was incurred	Is the claim subject to offset? ☐ No	
L	ast 4 digits of account number	Yes	

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Part 3:

List Others to Be Notified About Unsecured Claims

		mit this page. If additional pages are n	
Name and mailing address		which line in Part 1 or Part 2 is the ted creditor (if any) listed?	Last 4 digits of account number, any
Sullivan & Cromwell LLP	Line	3.1_	
Attn: Andrew Dietderich  25 Broad Street			
New York, NY 10004		Not listed. Explain	
	Line		-
		Not listed. Explain	
	⊔	Not listed. Explain	
	Line		
		Not listed. Explain	
		Not listed. Explain	
	Line		
		Not listed. Explain	
	Line		
		Not listed. Explain	
	Line		
		Not listed. Explain	
	Line		
		Not listed. Explain	
	Line		
		Not listed. Explain	
	Line		•
		Not listed. Explain	
		Not listed. Explain	

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Part 4:

Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.			
			Total of claim amounts
5a. Total claims from Part 1	5a.		\$
5b. Total claims from Part 2	5b.	+	\$_6,855,145.96
5c. <b>Total of Parts 1 and 2</b> Lines 5a + 5b = 5c.	5c.		\$_6,855,145.96

Fill	in this information to identify tl	he case:				
Debt	tor name Emergent Fidelity Tec	chnologies Ltd				
	ed States Bankruptcy Court for the:		District of Delaware	<del></del>		
	e number (If known): 23-10149 (	JTD)	(State) Chapter11_			
						Check if this is an amended filing
∩ff	icial Form 206G					amended ming
		utory Contr	acts and l	Inavnirad	Lossos	40/45
	hedule G: Exec			•		12/15
Be as	s complete and accurate as pos	ssible. If more space is	needed, copy and a	ttach the additional	page, numbering the	entries consecutively.
	Does the debtor have any exec		-			
	<ul><li>No. Check this box and file the</li><li>Yes. Fill in all of the information</li></ul>				•	
	Form 206A/B).	Llogege		State the name and	d mailing address for	all other parties with
2. L	ist all contracts and unexpired	i leases				tract or unexpired lease
	State what the contract or					
2.1	lease is for and the nature of the debtor's interest					
	State the term remaining					
	List the contract number of					
	any government contract					
2.2	State what the contract or lease is for and the nature					
2.2	of the debtor's interest					
	State the term remaining					
	List the contract number of any government contract					
2.3	State what the contract or lease is for and the nature					
	of the debtor's interest					
	State the term remaining  List the contract number of					
	any government contract					
	State what the contract or					
2.4	lease is for and the nature of the debtor's interest					
	State the term remaining					
	List the contract number of					
	any government contract					
2.5	State what the contract or lease is for and the nature					
	of the debtor's interest					
	State the term remaining					
	List the contract number of any government contract					

## Case 23-10149-JTD Doc 34 Filed 02/17/23 Page 25 of 26

Fil	I in this information to id	lentify the case:				
De	btor name Emergent Fide	elity Technologies	Ltd			
Un	ited States Bankruptcy Court t	for the:				
Ca	se number (If known): 23-1	10149 (JTD)	(Stat	e)		
						☐ Check if this is an
Of	ficial Form 206	Н				amended filing
Sc	chedule H: C	odebtors				12/15
Be a	as complete and accurate Additional Page to this p	e as possible. If mo age.	ore space is needed, copy t	ne Additiona	I Page, numbering the e	entries consecutively. Attach
	☐ Yes In Column 1, list as code creditors, Schedules D-	ebtors all of the pe	o the court with the debtor's cople or entities who are also ntors and co-obligors. In Colucodebtor is liable on a debt to	o liable for a mn 2, identify	ny debts listed by the do	ebtor in the schedules of debt is owed and each
	Column 1: Codebtor	editor is listed. If the	codebior is hable on a debi in	o more man c	Column 2: Credit	
	Name	Mailing addres	s		Name	Check all schedules that apply:
2.1						□ D
		Street				□ E/F □ G
		City	State	ZIP Code		
2.2						□ D
		Street				□ E/F □ G
		City	State	ZIP Code		
2.3						□ D
		Street				□ E/F □ G
		City	State	ZIP Code		
2.4						□ D
		Street				□ E/F □ G
		City	State	ZIP Code		
2.5						□ D
		Street				□ E/F □ G
		City	State	ZIP Code		
2.6		·				□ D
		Street				□ E/F □ G

Official Form 206H Schedule H: Codebtors page 1 of \_1\_

ZIP Code

State

City

Fill in this information to identify the case and this filing:				
Debtor Name Emergent Fidelity Technologies Ltd				
United States Bankruptcy Court for the:	_ District of <u>Delaware</u> (State)			
Case number ( <i>If known</i> ): 23-10149 (JTD)	(5.3.6)			

#### Official Form 202

### Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

X	Schedule A/B: Assets–Real and Personal Property (Official Form 206A/B)						
X	Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)						
X	Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)						
X	Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)						
X	Schedule H: Codebtors (Official Form 206H)						
X	Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)						
	Amended Schedule						
	Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)						
X	Other document that requires a declaration Global Notes, Methodology and Specific Disclosures Regarding the Debtor's Schedules of Assets and Liabilities and Statements of Financial Affairs  Statement of Financial Affairs for Non-individuals Filing for Bankruptcy						
I ded	clare under penalty of perjury that the foregoing is true and correct.						
Exe	Cuted on Services						
	MM / DD / YYYY Signature of individual signing on behalf of debtor						
	Toni Shukla Printed name  Joint Provisional Liquidator of Emergent Fidelity Technologies Ltd						

Position or relationship to debtor